

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11  
JOANN INC., *et al.*,<sup>1</sup> :  
 : Case No. 25-10068 (CTG)  
 :  
 Debtors. : (Jointly Administered)  
 :  
 x Ref. Docket Nos. 6, 17  
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**DECLARATION OF ANDREW K. GLENN IN SUPPORT OF THE PRELIMINARY  
OMNIBUS OBJECTION OF THE AD HOC TERM LOAN GROUP TO THE DEBTORS'  
(I) BIDDING PROCEDURES MOTION AND (II) CASH COLLATERAL MOTION**

I, Andrew K. Glenn, being duly sworn, state the following:

1. I am a member of the law firm of Glenn Agre Bergman & Fuentes LLP, 1185 Avenue of the Americas, New York, New York 10036, attorneys for the Ad Hoc Term Loan Group.

2. I make this declaration (the “Declaration”) to present the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) with the attached documents in connection with the *Preliminary Omnibus Objection of the Ad Hoc Term Loan Group to the Debtors’ (I) Bidding Procedures Motion and (II) Cash Collateral Motion* (the “Preliminary Objection”).

3. All capitalized terms used in this Declaration have the same meaning as given to such terms in the Preliminary Objection unless otherwise specified herein.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

4. Attached hereto as **Exhibit 1** is a true and correct copy of the Term Loan Security Agreement.

5. Attached hereto as **Exhibit 2** is a true and correct copy of the ABL/FILO Security Agreement.

6. Attached hereto as **Exhibit 3** is a true and correct copy of the UCC-1 Financing Statements filed by the Term Agent.

7. Attached hereto as **Exhibit 4** is a true and correct copy of the Intercreditor Agreement.

8. Attached hereto as **Exhibit 5** is a true and correct copy of the Reserve Notice.

9. Attached hereto as **Exhibit 6** is a true and correct copy of the Debtors' response to the Reserve Notice.

10. Attached hereto as **Exhibit 7** is a true and correct copy of the Term Agent's "Term Cash Proceeds Notice and Information Request," dated January 29, 2025.

I declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed this 6th day of February, 2025 in New York, New York.

/s/ Andrew K. Glenn  
Andrew K. Glenn  
Glenn Agre Bergman & Fuentes LLP